

EXHIBIT A
PROPOSED ORDER

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re

CELSIUS NETWORK LLC, *et al.*¹

Debtors.

Chapter 11

Case No. 22-10964 (MG)

(Jointly Administered)

**[PROPOSED] ORDER APPROVING EXAMINER’S MOTION TO
CONFIRM EXAMINATION SCOPE OR ALTERNATIVELY
FOR EXPANSION OF THE SCOPE OF THE EXAMINATION**

Upon the *Examiner’s Motion to Confirm Examination Scope or Alternatively for Expansion of the Scope of the Examination* [Dkt. 1112] (the “**Motion**”) seeking to clarify the scope of the Court’s *Order Directing the Appointment of an Examiner Pursuant to Section 1104(c) of the Bankruptcy Code* [Dkt. 820] (“**Examiner Order**”); and the Court having reviewed the Motion, and having heard statements in support of the Application at a hearing held before the Court (the “**Hearing**”) and any objections to the relief requested in the Motion; and the Court having found that it has jurisdiction and authority over this matter under 28 U.S.C. §§ 157 and 1334, that the Application is a core proceeding under 28 U.S.C. § 157(b)(2), and that the venue of this proceeding and the Application in this district is proper under 28 U.S.C. § 1409; and the Court having found that the Examiner has provided appropriate notice of the Motion under the circumstances and no other or further notice is required; and the Court having determined that the legal and factual bases set forth in the Motion and at the Hearing establish just cause for the relief granted herein; and any

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Celsius Network LLC (2148); Celsius KeyFi LLC (4414); Celsius Lending LLC (8417); Celsius Mining LLC (1387); Celsius Network Inc. (1219); Celsius Network Limited (8554); Celsius Networks Lending LLC (3390); and Celsius US Holding LLC (7956). The location of Debtor Celsius Network LLC’s principal place of business and the Debtors’ service address in these chapter 11 cases is 121 River Street, PH05, Hoboken, New Jersey 07030.

objections to the relief requested in the Motion having been withdrawn or overruled on the merits; and after due deliberation, it is **ORDERED**:

1. The Examiner's Motion is granted as set forth herein.
2. Topic (i) set forth in the Examiner Order includes an examination of the Debtors' CEL tokens, including why and how other digital assets were converted into CEL tokens, and how these tokens were marketed, stored, and traded – including whether any of the Debtors' trading practices involving CEL tokens generally or determinations of CEL tokens awarded as part of the Earn Rewards program – impacted their value.
3. Topic (ii) set forth in the Examiner Order includes an examination of the representations Debtors generally made in public representations to customers to attract them to their platform and about their cryptocurrency holdings and account offerings.
4. Except as clarified herein, the Examiner Order remains in full force and effect.
5. In accordance with paragraph 13 of the Examiner Order, this Order is without prejudice the right of the Examiner to seek such other relief from the Court as she may deem appropriate in furtherance of the discharge of her duties and the Investigation.

Dated: November __, 2022

The Honorable Martin Glenn
Chief United States Bankruptcy Judge